

# **Investor Presentation**

March 2019

## **Forward Looking Statements and Other Disclosures**



This presentation contains forward-looking statements within the meaning of federal securities laws. These forward-looking statements are not historical facts but rather are based on our current beliefs, assumptions and expectations. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to us or are within our control. If a change occurs, our business, financial condition, liquidity and results of operations may vary materially from those expressed in our forward-looking statements. You should not place undue reliance on these forward-looking statements, which reflect our view only as of the date of this presentation. We use words such as "anticipate," "expect," "intend," "plan," "believe," "seek," "estimate," "target," and variations of these words and similar expressions to identify forward-looking statements. Forward-looking statements are subject to various risks and uncertainties that could cause actual results to vary from our forward-looking statements, including, but not limited to:

- changes in our industry, interest rates, the debt securities markets, real estate markets or the general economy;
- increased rates of default and/or decreased recovery rates on our investments;
- the performance and financial condition of our borrowers;
- the cost and availability of our financings, which depends in part on our asset quality, the nature of our relationships with our lenders and other capital providers, our business prospects and outlook and general market conditions;
- the availability and attractiveness of terms of additional debt repurchases;
- availability, terms and deployment of short-term and long-term capital;
- availability of, and ability to retain, qualified personnel;
- changes in our business strategy;
- availability of investment opportunities in commercial real estaterelated and commercial finance assets;
- the degree and nature of our competition;
- the resolution of our non-performing and sub-performing assets;
- our ability to comply with financial covenants in our debt instruments;
- the adequacy of our cash reserves and working capital;

- the timing of cash flows, if any, from our investments;
- unanticipated increases in financial and other costs, including a rise in interest rates;
- our ability to maintain compliance with over-collateralization and interest coverage tests in our CDOs and/or CLOs;
- our dependence on Exantas Capital Manager Inc. (f/k/a Resource Capital Manager, Inc.), our "Manager", and ability to find a suitable replacement in a timely manner, or at all, if we or our Manager were to terminate the management agreement;
- environmental and/or safety requirements;
- our ability to satisfy complex rules in order for us to qualify as a REIT, for federal income tax purposes and qualify for our exemption under the Investment Company Act of 1940, as amended, and our ability and the ability of our subsidiaries to operate effectively within the limitations imposed by these rules;
- legislative and regulatory changes (including changes to laws governing the taxation of REITs or the exemptions from registration as an investment company); and
- other factors discussed under Item IA. Risk Factors in our Annual Report on Form 10-K for the year ended December 31, 2018 and those factors that may be contained in any subsequent filing we make with the Securities and Exchange Commission.

We undertake no obligation, and specifically disclaim any obligation, to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. In light of these risks and uncertainties, the forward-looking events and circumstances discussed in this presentation might not occur and actual results, performance or achievement could differ materially from those anticipated or implied in the forward-looking statements.

## **Forward Looking Statements and Other Disclosures**



Past performance is not indicative of future results. There is no guarantee that any investment strategy referenced herein will work under all market conditions. Prior to making any investment decision, you should evaluate your ability to invest for the long-term, especially during periods of downturns in the market. You alone assume the responsibility of evaluating the merits and risks associated with any potential investment or investment strategy referenced herein.

This presentation contains information regarding financial results that is calculated and presented on the basis of methodologies other than in accordance with accounting principles generally accepted in the United States ("GAAP"), which management believes is relevant to assessing the company's financial performance. Please refer to page 30 for the reconciliation of Net Income (Loss) to Core Earnings.

Unless otherwise indicated, information included in this presentation is as of or for the period ended December 31, 2018.

#### **Core Earnings**

Core earnings is a non-GAAP financial measure that we use to evaluate our operating performance and we believe is useful to analysts, investors and other parties in the evaluations of REITs.

Core Earnings exclude the effects of certain transactions and accounting principles generally accepted in the United States of America ("GAAP"), adjustments that we believe are not necessarily indicative of our current CRE loan portfolio and other CRE-related investments and operations. Core Earnings exclude income (loss) from all non-core assets such as commercial finance, middle market lending, residential mortgage lending, certain legacy CRE loans and other non-CRE assets designated as assets held for sale at the initial measurement date.

Core Earnings, for reporting purposes, is defined as GAAP net income (loss) allocable to common shareholders, excluding (i) non-cash equity compensation expense, (ii) unrealized gains and losses, (iii) non-cash provisions for loan losses, (iv) non-cash impairments on securities, (v) non-cash amortization of discounts or premiums associated with borrowings, (vi) net income or loss from a limited partnership interest owned at the initial measurement date, (vii) net income or loss from non-core assets, (viii) real estate depreciation and amortization, (ix) foreign currency gains or losses and (x) income or loss from discontinued operations. Core Earnings may also be adjusted periodically to exclude certain one-time events pursuant to changes in GAAP and certain non-cash items.

Pursuant to the Third Amended and Restated Management Agreement, we calculate incentive compensation using Core Earnings excluding incentive fees payable to the Manager beginning with the three months ended December 31, 2017. For reporting purposes, beginning with the three months and year ended December 31, 2017, we include incentive fees payable to the Manager in Core Earnings.

#### No Offer or Sale of Securities

This presentation is for informational purposes only and does not constitute an offer to sell or the solicitation of any offer to buy any securities of Exantas Capital Corp. ("XAN") or any other entity. Any offering of securities would be made pursuant to separate documentation and any such securities would not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

### **Hypothetical Performance**

Hypothetical performance results presented herein are for illustrative purposes only and should not be interpreted as an indication of future performance. Hypothetical performance results have many inherent limitations, some of which, but not all, are described herein. No representation is being made that any fund or account will or is likely to achieve profits or losses similar to those shown herein. In fact, there are frequently sharp differences between hypothetical performance results and the actual results subsequently realized by any particular investment program. One of the limitations of hypothetical performance results is that they are generally prepared with the benefit of hindsight. In addition, hypothetical investing does not involve financial risk, and no hypothetical track record can completely account for the impact of financial risk in investing. For example, the ability to withstand losses or adhere to a particular investment program in spite of losses are material points which can adversely affect actual investment results. The hypothetical performance results contained herein represent the application of the models as currently in effect, and there can be no assurance that the models or portfolio constituents will remain the same in the future or that an application of the current models in the future will produce similar results because the relevant market and economic conditions that prevailed during the hypothetical performance period will not necessarily recur. There are numerous other factors related to the markets in general or to the implementation of any specific investment program which cannot be fully accounted for in the preparation of hypothetical performance results, all of which can adversely affect actual investment results.

Historical data and analysis should not be taken as an indication or guarantee of any future performance.

# **Exantas Capital Corp. Overview**





- CRE credit focused REIT
- NYSE: XAN
- Externally managed by C-III Capital Partners ("C-III")<sup>1</sup>
- Headquarters: New York, NY

### **Sponsor Experience**

- Extensive multi-cycle track record.
- Full scale platform.
- Management continuity.

### **CRE Credit Expertise**

- Extensive multicycle investment expertise.
- Access to C-III's differentiated data and local contacts.
- Ability to source and underwrite in nonprimary markets.

### **Focused Investment Strategy**

- Self-originated CRE loans.
- Longer duration commercial real estate credit investments.

### **Rejuvenated Business Plan**

- CRE credit focused.
- Improved cost of capital.
- Divested non-core businesses and assets.

<sup>1.</sup> XAN is externally managed by Exantas Capital Manager Inc., an indirect wholly-owned subsidiary of C-III.

# **Investment Philosophy**



- XAN leverages C-III's capabilities and expertise to invest in CRE credit investments.
  - Identify opportunities across the capital stack of multiple asset classes.
  - Source through relationships and deal flow.
  - Underwrite using extensive asset management platform and portfolio of CRE services firms.
- C-III provides XAN with unique insight into the dynamics of CRE markets where information is limited.



<sup>1. &</sup>quot;LTV" stands for loan to value and "DSCR" stands for debt service coverage ratio.

## **XAN Senior Leadership**



#### Andrew L. Farkas



Chairman

- C-III Founder, Chairman and CEO.
- Served as Chairman and CEO of Insignia Financial Group, Inc. (NYSE: IFS), a global real estate services company founded by Mr. Farkas in 1990 that owned and/or managed:
  - 275,000 apartment units.
  - 200 million square feet of commercial space.

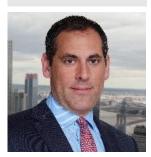
Robert C. Lieber



Chief Executive Officer

- C-III Principal since 2010.
- Served as Deputy
   Mayor for Economic
   Development under
   New York City Mayor
   Michael R. Bloomberg.
- 23 year tenure with Lehman Brothers, Global Head of Real Estate Investment Banking.

#### Matthew J. Stern



President

- C-III Executive since 2010.
- Served as Managing Director of the investment banking and corporate finance groups at Centerline Capital Group (NYSE: CNLH).
- Worked in the Global Mergers & Acquisitions Group of Lehman Brothers Holdings Inc.

David J. Bryant



Chief Financial Officer

- XAN CFO and Treasurer
   since June 2006.
- XAN investment committee member for last eight years.
- Over 35 years of real estate industry experience with responsibility for all SEC reporting and tax filings.
- Held several roles with Pennsylvania Real Estate Investment Trust.

Paul A. Hughson



Head of Commercial Real Estate Lending

- C-III Principal since 2010.
- Head of C-III's CRE equity investment and CRE lending teams that are responsible for acquiring over \$3 billion of commercial real estate assets and originating \$5 billion of commercial real estate loans, including agency referrals.
- 15 year tenure with Lehman Brothers Real Estate Group, Head of Global Credit Distribution.

George E. Carleton



Head of CMBS Investing

- C-III Principal since 2010.
- Head of C-III's CMBS investment team which was responsible for investing in CMBS trusts with underlying loan pools of more than \$240 billion since 2010.
- CRE securitization investor since the early 1990s
- 12 year tenure with Travelers Insurance, multiple management positions.

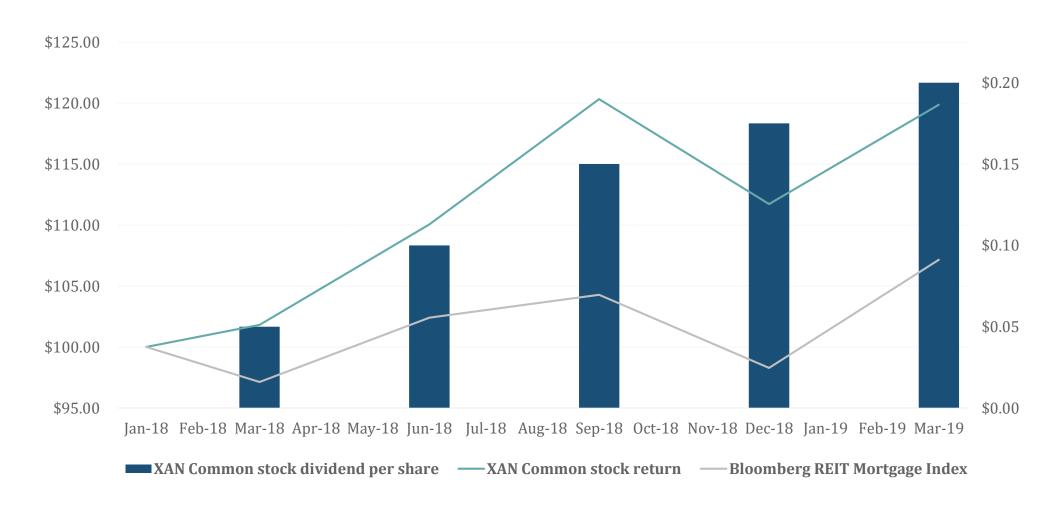
>100 Investment Professionals

Seasoned commercial real estate team with expertise developed through multiple cycles

## **Investment in XAN**



If you invested \$100 in XAN on January 2, 2018, including reinvestment of dividends, the total return at March 15, 2019 would be \$119.86.1



<sup>1.</sup> XAN common stock return excludes common stock dividend of \$0.20 per share declared in March 2019, to be paid on April 26, 2019 to holders of record on March 29, 2019.



# **Manager Overview**

# Leading CRE Asset Management and Services Firm<sup>1</sup>



Unique **Information Advantage** 

**Commercial** Real Estate Network

N/ IGlobal

7.000

real estate professionals

\$20 billion

**CRE** transaction volume annually

Mortgage **Origination** 

C-III Commercial Mortgage

**EXANTAS** 

\$10 billion

mortgage originations since inception

Loan **Servicing** 

C-III Asset Management

>\$240 billion

named special servicing<sup>2</sup>, resolved >\$50 billion of defaulted loans<sup>3</sup>

~240 **Platform** Offices Nationwide<sup>4</sup>



**EXANTAS** 

**Investment** Management



C-III Investment Management



ATT RESOURCE

Combined AUM of >\$9 billion<sup>5</sup>

**Property Management** 

us residential

>22,000

apartment units managed across US **Investment Sales** 

RealCapital **Markets** 

\$2.2 trillion

aggregate transaction value since 1999

>1,000 Real **Estate Professionals** Nationwide<sup>6</sup>

- 1. Refers to C-III and its affiliate companies, including Exantas Capital Manager Inc.
- Since inception.
- As a named special servicer of CMBS trusts and CRE-CDO issuers.
- Includes 225 NAI offices.

14 Office

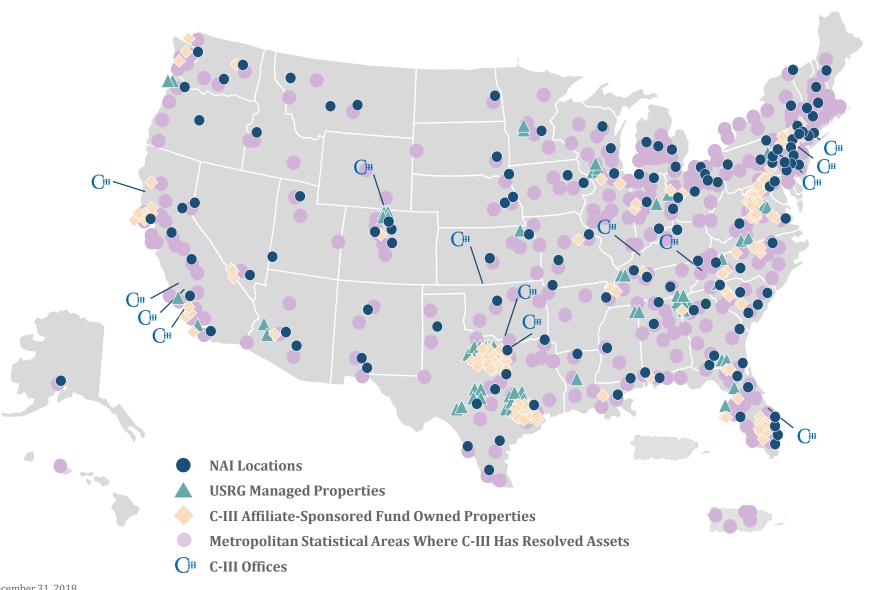
**Locations** 

- As of September 30, 2018, including C-III's investments. Refer to page 8 for more information.
- Over 1,000 real estate professionals nationwide including employees of C-III and its affiliates and not including the 7,000 members of NAI Global.

# **National Footprint**



Ability to utilize local market CRE professionals nationwide to source, diligence and underwrite investments.



# **C-III's Investment Management Platform**



C-III is a leading commercial real estate asset management firm with \$9.7 billion of AUM.<sup>1</sup>

|                                         | Real Estate Debt                                                               |                                      |                                                                                     | Real Estate Equity          |                     |  |
|-----------------------------------------|--------------------------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------------------|-----------------------------|---------------------|--|
|                                         | Exantas                                                                        | Private/Public<br>Funds <sup>2</sup> | Balance Sheet                                                                       | <b>Private Funds</b>        | Non-Traded<br>REITS |  |
| Assets Under<br>Management <sup>1</sup> | \$2.0 Billion                                                                  | \$1.5 Billion                        | \$0.5 Billion                                                                       | \$3.5 Billion               | \$2.2 Billion       |  |
| Investment<br>Focus                     | Transitional CRE<br>Lending, Longer<br>Duration Credit<br>Investments          | High Yield CMBS,<br>CRE-CDOs         | Bridge Loans,<br>Legacy 1.0 CMBS<br>(primarily for<br>Special Servicing<br>Control) | Value-Add,<br>Opportunistic | Value-Add           |  |
| Investment<br>Type <sup>3</sup>         | CRE Whole Loans,<br>Mezzanine Debt<br>(incl. Pref. Equity),<br>CMBS, Net Lease | CMBS, CRE-CDO certificates           | CRE Whole loans<br>and CMBS                                                         | CRE Equity                  | CRE Equity          |  |

<sup>1.</sup> Assets under management (AUM) as of September 30, 2018 plus CRE credit investments of C-III.

<sup>2.</sup> Includes investments by certain funds in (i) real estate oriented public and private investment vehicles, (ii) corporate credit and (iii) corporate credit oriented public and private investment vehicles.

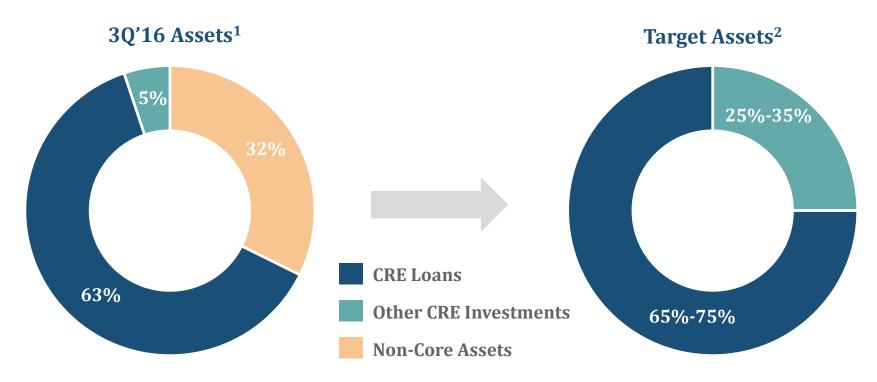
<sup>3.</sup> Commercial real estate ("CRE") generally consists of properties or debt secured by properties, including, but not limited to, multifamily, office, hospitality, retail, industrial and manufactured housing.



# **Path Forward**

### **Investment Portfolio Transformation**





#### **Non-Core Assets Include:**

- Legacy CRE Loans
- Middle Market Loans
- Residential Mortgage Loans
- Commercial Finance Assets
- Other Non-Core Assets

### **Target Asset Benefits Include:**

### **Investment Type**

- CRE Loans
- Other CRE Investments<sup>3</sup>

### Benefit

- Floating Rate
- Shorter Duration
- Fixed/Floating Rate
- Longer Duration
- Capital Appreciation

- 1. Quarter in which Strategic Plan was initiated.
- 2. The target asset base set forth herein is for illustrative and informational purposes only and has been presented based on various assumptions made by Exantas in relation to its investment strategy, any of which may prove to be incorrect. Due to various risks, uncertainties and changes (including changes in economic, operational, political or other circumstances) beyond the control of Exantas, the actual results could differ materially from the target asset allocations set forth herein. No assurance, representation or warranty is made by any person that the target asset base will be achieved and undue reliance should not be put on it. Prior performance is not indicative of future results and there can be no guarantee that the company will achieve the target asset base.
- 3. Other CRE Investments may include CMBS and net lease properties.

# **Strategic Plan Execution**



The Strategic Plan executed by C-III beginning in November 2016 has transformed XAN into a stable CRE credit investment vehicle.

|                                                        | Before Strategic Plan <sup>1</sup> | After Strategic Plan <sup>1</sup> |
|--------------------------------------------------------|------------------------------------|-----------------------------------|
| Annual G&A (2016 vs. Post Plan)                        | \$63M                              | ~\$21M-\$24M                      |
| Non-CRE Employees                                      | 169                                | 0                                 |
| Corp. Debt Balance & Rate <sup>2</sup>                 | \$267M (6.8%)                      | \$216M (5.2%)                     |
| <b>Preferred Equity Balance &amp; Rate<sup>2</sup></b> | \$285M (8.4%)                      | \$120M (8.6%)                     |
| <b>Originations (2016 vs. 2018)</b>                    | \$197M                             | \$862M                            |
| CMBS Acquisitions (2016 vs. 2018) <sup>3</sup>         | \$11M                              | \$252M                            |

<sup>1.</sup> Information presented herein is as of September 30, 2016 for "Before Strategic Plan" and December 31, 2018 for "After Strategic Plan", except for Annual G&A which is for the year ended December 31, 2016 for "Before Strategic Plan."

<sup>2.</sup> Corporate debt and preferred equity balances are presented at face amount. Corporate debt rate assumes that three-month LIBOR is constant at 2.7% for both periods.

<sup>3.</sup> CMBS acquisitions balances are presented at face amount.

# **Target Returns by Asset Class**



| Asset Class         | Targeted Unlevered Yields <sup>1</sup> | Targeted Levered Yields <sup>1</sup> |
|---------------------|----------------------------------------|--------------------------------------|
| CRE Whole Loans     | 5.0%-6.0%                              | 9.0%-12.0%                           |
| CMBS                | 4.0%-12.0%                             | 9.0%-14.0%                           |
| Mezzanine Debt      | 8.0%-11.0%                             | 9.0%-11.0%                           |
| Net Lease           | 5.5%-7.0%                              | 8.0%-12.0%                           |
| XAN Portfolio Total |                                        | 10.0%-12.0%                          |

<sup>1.</sup> The targeted yields set forth herein are for illustrative and informational purposes only and have been presented based on various assumptions made by Exantas in relation to its investment strategy, any of which may prove to be incorrect. Due to various risks, uncertainties and changes (including changes in economic, operational, political or other circumstances) beyond the control of Exantas, the actual results could differ materially from the targeted yields set forth herein. In addition, industry experts may disagree with the assumptions used in presenting the targeted yields. No assurance, representation or warranty is made by any person that the targeted yields will be achieved and undue reliance should not be put on them. Prior performance is not indicative of future results, and there can be no guarantee that the targeted yields will be achieved.

# Illustrative Earnings Profile<sup>1</sup>



(In millions, except share and per share data)

| Investable Corporate Capital               |                    |       |
|--------------------------------------------|--------------------|-------|
| Convertible Notes                          | \$151.2            |       |
| Trust Preferred Securities <sup>2</sup>    | 50.0               |       |
| Preferred Equity                           | 116.0              |       |
| Common Equity                              | 437.9              |       |
| Corporate Capital Base                     | \$755.1            |       |
| Less: Working Capital                      | (40.0)             |       |
| Investable Corporate Capital               | \$715.1            |       |
|                                            | 10.504             | 1.50/ |
| Illustrative Return on Equity              | 10.5%              | 1.5%  |
| Commercial Real Estate Net Interest Income | \$75.1             | 82.2  |
| Less: General and Administrative           | (10.5) (1          | 10.5) |
| Less: Base Management Fee <sup>3</sup>     | (8.3)              | (8.3) |
| Less: Corporate Interest <sup>4</sup>      | $(12.2) \qquad (1$ | 12.2) |
| Less: Preferred Dividends                  | $(10.4) \qquad (1$ | 10.4) |
| Core Earnings                              | \$33.7             | 40.8  |
| Fully Diluted Share Count <sup>5</sup>     | 31.9               | 31.9  |
| Core Earnings Per Share <sup>6</sup>       | \$1.06             | 1.28  |

<sup>1.</sup> This illustration is presented solely for demonstrating our capitalization model assuming varying degrees of return on equity, and should not be viewed as indicative of the results that will be achieved in any period. The illustration excludes incentive management fees that could potentially be earned by the Manager. Please refer to Hypothetical Performance note contained on page ii.

<sup>2.</sup> Excludes \$2 million of XAN's trust preferred securities held as an investment on XAN's balance sheet.

<sup>3.</sup> XAN's projected annualized base management fee.

 $<sup>4. \</sup>quad \text{Excludes amortization of the non-cash GAAP discount associated with the convertible notes}.$ 

<sup>5.</sup> Fully diluted share count as of March 5, 2019.

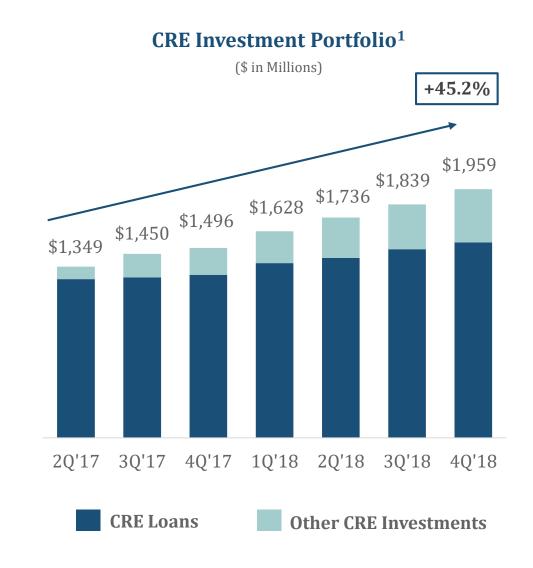
<sup>6.</sup> See page ii for a definition of Core Earnings per share and page 30 for a reconciliation of Core Earnings to Net Income (Loss).

# **Deployment Progress**



### Summary of 4Q'18

| Loans            | 11            |
|------------------|---------------|
| Amount           | \$275 Million |
| Wtd. Avg. Spread | 3.06%         |
| Bonds            | 10            |
| Face Amount      | \$83 Million  |
| Wtd. Avg. Coupon | 4.71%         |



<sup>1.</sup> CRE investment portfolio excludes legacy CRE loans included in the Strategic Plan for all periods.

## **Economic Book Value**



Economic Book Value ("EBV") is a non-GAAP measure which provides a more accurate metric for the economic position of our common shareholders.

EBV adjusts for certain capital markets transactions where discounts and options are recognized as equity (book value) and therefore carry certain obligations at less than par value.

| XAN EBV Reconciliation           | 4Q17    | 1Q18    | 2Q18    | 3Q18    | 4Q18    |
|----------------------------------|---------|---------|---------|---------|---------|
| <b>GAAP Book Value Per Share</b> | \$14.46 | \$13.92 | \$14.09 | \$14.23 | \$14.02 |
| \$115M Preferred Series B        | (0.24)  | n/a     | n/a     | n/a     | n/a     |
| \$120M Preferred Series C        | (0.13)  | (0.13)  | (0.13)  | (0.13)  | (0.13)  |
| Conv. Note Equity Option         | (0.46)  | (0.43)  | (0.40)  | (0.38)  | (0.35)  |
| Total Adjustments to EBV         | (0.83)  | (0.56)  | (0.53)  | (0.51)  | (0.48)  |
| EBV Per Share                    | \$13.63 | \$13.36 | \$13.56 | \$13.72 | \$13.54 |



# **CRE Loan Origination**

# Leveraging Platform to Find Good Risk-Adjusted Returns



XAN's core investment strategy is to originate transitional CRE loans, which C-III enhances by:

- Expanding XAN's product type and structuring capabilities.
- Broadening XAN's spectrum of borrower relationships.

### **Sourcing**

# Due Diligence & Underwriting

### Investment Approval

## Asset Management

- 30+ year industry history of C-III executive management team.
- Historical XAN borrower relationships.
- Borrowers from C-III's loan servicing platform.
- C-III relationships with borrowers and operating partners.
- Issuers dating back to inception of CMBS.

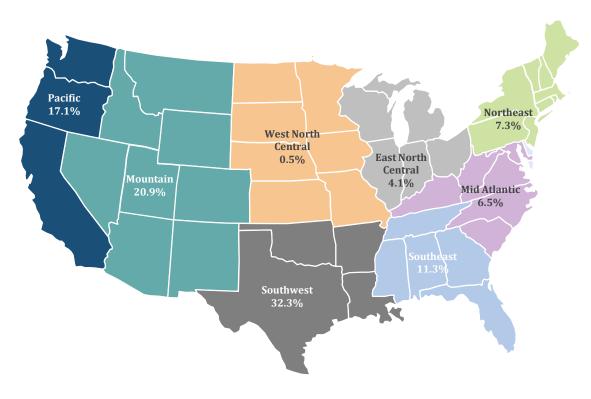
- Network of over 7,000 local market real estate professionals in the U.S. providing real-time, "boots on the ground" credit data.
- Access to first-hand data trends throughout the U.S., including in secondary and tertiary markets where property information may be limited to other lenders.
- "Bottom up" underwriting focused on specific market data, rather than simply relying on general market information provided by brokers.

- Investment committee members have experience through multiple market cycles.
- Investment committee members comprise leadership of C-III's different investment verticals.
- Ongoing local market updates through C-III's platform of companies.
- Proactive management of investment portfolio stemming from C-III's special servicing background.

## XAN's CRE Loan Portfolio Diversification



### XAN CRE Loan Balance by NCREIF U.S. Region<sup>1</sup>



#### **Top State Concentration Metrics:**

Texas: 30.4%

Southern and Northern California: 11.9% and 4.0%, respectively.

Arizona: 11.3%Florida: 9.7%

New Jersey: 3.0%

### XAN Loan Balance by Property Type<sup>1</sup>



Multifamily 63.5%



**Office** 13.4%



Hotel 11.4%



Retail 6.7%



Self Storage 2.4%



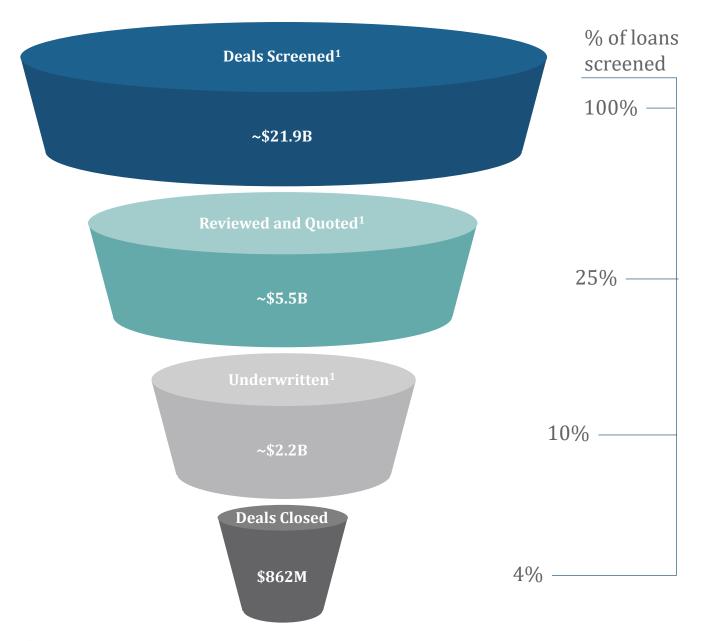
Other<sup>2</sup> 2.6%

- $1. \quad \text{At December 31, 2018; $1,552.0 million at carrying value, excludes loans classified as assets held for sale of $17.0 million.}$
- 2. Other property types include (i) industrial, 1.3% and (ii) manufactured housing, 1.3% at December 31, 2018.

# **XAN's Origination Platform**



Comprehensive origination, underwriting, due diligence and vetting process.



<sup>1.</sup> Values are approximate and represent all calendar year 2018 activity for XAN.



# Real Estate Credit Investment Opportunities

## **Benefits of Longer Duration Investments**



- Transitional CRE lending remains XAN's primary investment strategy.
- As an open-ended, stable income-oriented investment vehicle, supplementing XAN's loan portfolio with longer duration investments can enhance return on equity and could provide increased:
  - Earnings visibility;
  - Cash flow stability; and
  - Capital deployment consistency.
- Select longer duration assets also have attractive portfolio diversification and tax attributes.

# **CMBS Investing**



- CMBS investments improve XAN's portfolio diversification.
  - CMBS collateral pools consist of numerous fixed-rate, stable income producing properties.
- In-house CMBS expertise and trading flow position XAN to invest throughout the CMBS capital stack.
- CMBS B-Piece investing provides the forum to "shape" the credit quality of CMBS collateral pools.
  - CMBS B-Piece investment process can improve credit quality and enhance risk-adjusted returns for XAN.



# **Applying Competitive Advantages to CMBS**



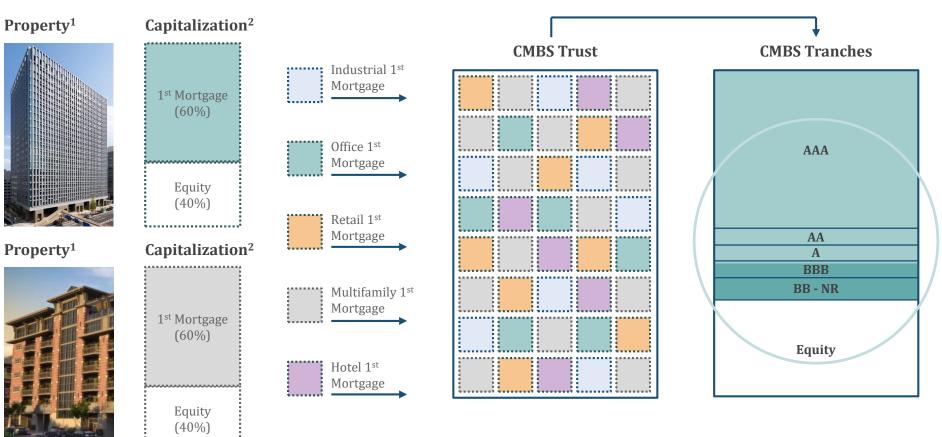
### **Ability to Re-Underwrite Every Loan in Pool**

Borrower & Lender Close 1<sup>st</sup> Mortgage Multiple Lenders Sell 1st Mortgages to CMBS Trust

# Assess Risk, Shape Credit, Invest Capital at Any Risk/ Return Objective

#### **Principal & Interest**

Master Servicer administers timely payment of principal and interest from Borrower to CMBS Trust, then from CMBS Trust to CMBS Tranches, sequentially.

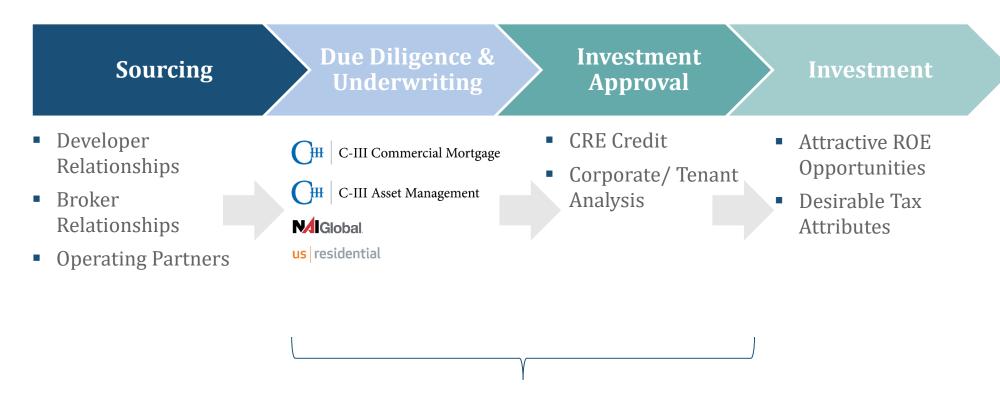


- 1. Property photos are representative of generic commercial real estate assets. The properties pictured are not owned by XAN or any of its affiliates and may not be representative of the assets underlying the CMBS trusts in which XAN may invest in the future.
- 2. Capitalization is an illustrative CMBS trust. The mechanics and structure of any CMBS trust may differ materially from the example shown above.

# **Net Lease Investment Opportunity**



- Net lease investments provide a long duration supplement to XAN's asset portfolio.
  - Single tenant office, industrial and retail properties.
  - Rated and unrated credit tenants.
- Broad platform provides sourcing, due diligence, underwriting and credit capabilities necessary to identify attractive risk-adjusted investments.



Value through CRE underwriting and tenant counterparty credit attributes



# **Conclusion**

## **Creating Shareholder Value**



- **1** Executed Strategic Plan
  - Refocused Investment Strategy
  - Rejuvenated Business Plan
  - Created Path to Deliver Core Earnings

- 2 Leverage C-III's Sponsorship
  - Full Scale Platform
  - Differentiated Data and Network
  - Experienced Management Team

- **3** XAN's Investment Capabilities
  - Experienced Originations Staff
  - Deep Market Relationships
  - Expanded CRE Investment Mandate

- **4** Generate Long Term Shareholder Value
  - Enhance Risk-Adjusted Returns
  - Increase Earnings Visibility
  - Grow and Stabilize Core Earnings



# **Appendix**

# **Consolidated Statements of Operations**



(In thousands, except share and per share data)

|                                                                                | For the Three Months Ended |               | For the Yea   | ar Ended      |
|--------------------------------------------------------------------------------|----------------------------|---------------|---------------|---------------|
|                                                                                | Dec. 31, 2018              | Dec. 31, 2017 | Dec. 31, 2018 | Dec. 31, 2017 |
| Revenues                                                                       |                            |               |               |               |
| Interest income                                                                | \$35,326                   | \$26,229      | \$122,779     | \$99,318      |
| Interest expense                                                               | 19,751                     | 15,203        | 67,616        | 57,657        |
| Net interest income                                                            | 15,575                     | 11,026        | 55,163        | 41,661        |
| Other revenue                                                                  | 38                         | 26            | 120           | 2,048         |
| Total revenues                                                                 | 15,613                     | 11,052        | 55,283        | 43,709        |
| Operating Expenses                                                             |                            |               |               |               |
| Management fees                                                                | 2,812                      | 2,875         | 11,250        | 13,117        |
| Equity compensation                                                            | 334                        | 321           | 2,717         | 2,738         |
| General and administrative                                                     | 2,723                      | 4,066         | 10,666        | 15,846        |
| Depreciation and amortization                                                  | 9                          | 13            | 77            | 139           |
| Impairment losses                                                              | 934                        | -             | 934           | 177           |
| (Recovery of) provision for loan and lease losses, net                         | (335)                      | 1,254         | (1,595)       | 1,772         |
| Total operating expenses                                                       | 6,477                      | 8.529         | 24,049        | 33,789        |
| Other Income (Expense)                                                         |                            |               |               |               |
| Equity in (losses)earnings of unconsolidated entities                          | (14)                       | (1,745)       | 217           | 39,545        |
| Net realized and unrealized gain on investment securities, loans & derivatives | 70                         | 2,731         | 692           | 17,380        |
| Fair value adjustments on financial assets held for sale                       | (932)                      | (1,889)       | (7,176)       | (1,831)       |
| Loss on extinguishment of debt                                                 | -                          | -             | -             | (10,365)      |
| Other income (expense)                                                         | 1,422                      | 25            | 1,996         | (579)         |
| Total other income (expense)                                                   | 546                        | (878)         | (4,271)       | 44,150        |
| Income from Continuing Operations before Taxes                                 | 9,682                      | 1,645         | 26,963        | 54,070        |
| Income tax benefit (expense)                                                   | 312                        | (675)         | 343           | (6,613)       |
| Net Income from Continuing Operations                                          | 9,994                      | 970           | 27,306        | 47,457        |
| Net (Loss) from Discontinued Operations, Net of Tax                            | (40)                       | (3,284)       | 121           | (14,116)      |
| Net Income                                                                     | 9,954                      | (2,314)       | 27,427        | 33,341        |
| Net income allocated to preferred shares                                       | (2,587)                    | (6,014)       | (12,972)      | (24,057)      |
| Consideration paid in excess of carrying value of preferred shares             | -                          | (3,803)       | (7,482)       | (3,803)       |
| Net loss allocable to non-controlling interest, net of taxes                   | -                          | -             | -             | 196           |
| Net Income (Loss) Allocable to Common Shares                                   | \$7,367                    | (\$12,131)    | \$6,973       | \$5,677       |
| Net Income (Loss) Per Common Share - Basic                                     | \$0.24                     | (\$0.39)      | \$0.22        | \$0.18        |
| Net Income (Loss) Per Common Share - Diluted                                   | \$0.23                     | (\$0.39)      | \$0.22        | \$0.18        |
| Weighted Average Number of Common Shares Outstanding - Basic                   | 31,234,840                 | 30,914,269    | 31,198,319    | 30,836,400    |
| Weighted Average Number of Common Shares Outstanding - Diluted                 | 31,545,173                 | 30,914,269    | 31,383,102    | 31,075,787    |

# **Consolidated Balance Sheets**



(In thousands, except share and per share data)

| Assemants         S82,816         \$18,40           Cash and cash equivalents         26,85         22,874           Accrued interest receivable         8,168         6,878           CRE loans, net of allowances of \$1,401 and \$5,328         15,1967         12,848           Irve qui interest receivable         18,198         21,173           Principal papodowns receivable         22,083         76,172           Principal papodowns receivable         22,083         76,172           Principal papodowns receivable         15,196         12,083         76,172           Principal papodowns receivable         15,196         12,083         76,172           Derivatives, at fair value         985         60,05         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         76,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         75,000         7                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                    | Dec 31, 2018                          | Dec. 31, 2017 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|---------------|
| Restricted asin         12,688         22,874           Accord interest receivable         6,758         6,758           Kilk loans, net of allowances of \$1,401 and \$5,228         1,551,67         1,284,822           Ivest curities available-for-sale         418,98         211,737           Principal paydown receivable         32,083         6,762           Principal paydown seres understities         1,551,67         3,703           Revision in unconsolidated entities         4,015         7,793           Asses beld for sale (amounts include \$17,000 and \$61,814 follages/ CRE loans held for sale incontinuing operations)         7,510         1,512           Step 18         5,150,100         1,071         1,071           Step 18         5,150,100         1,071         1,071           Accounts payable and other liabilities         3,51         1,051         1,051         1,051           Account payable         9,52         1,551,223         1,51         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051         1,051                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Assets                                                                                                                             |                                       |               |
| Accured interestrecevable         1,000         6,000           CRE loan, net of allowances of \$1,401 and \$5,238         1,551,67         2,684,82           Investment scentrities available-for-sale         418,99         211,736           Privacipal paydowns receivable         32,03         76,129           Investments in unonsolidated entities         1,518         2,000           Derivatives, at fair value         9,00         40,00           Other Assets         4,015         4,000           Sates held for sale (amounts include \$17,000 and \$61,814 of legacy CRE loans held for sale incontinuing operations)         16,00         10,70           Total Sate         4,000         1,000         1,000         1,000           Management fee payable         9,00         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Cash and cash equivalents                                                                                                          | \$82,816                              | \$181,490     |
| RE la ans. net of allowances of \$1.401 and \$5.328         1.581.67         1.284.822           Investment securities available-for-sale         418,098         211.73           Principal paydowns received by         32,003         76.129           Investments in unconsolidated entities         1,51.68         12.05           Derivatives, at fair value         98.05         76.07           Assess Hold for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale incontinuing operations)         17,64         17.07           Steal Assess Hold for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale incontinuing operations)         17,605         17.07           Actor Load Individual School of Individual School of Sch                                                                                                                                                                                                                                                                                                                                              | Restricted cash                                                                                                                    | 12,658                                | 22,874        |
| Investment securities available-for-sale         418,998         211,737           Princip paydown secievable         32,083         76,128           Investments in unconsolidated entities         1,268         1,208           Derivatives, at fair value         985         60,028           Other Assets         1,616         1,708           Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale incontinuing operations)         1,665         1,070           Isbilities         87,500         \$1,500         \$1,500           Kocounts payable and other liabilities         9,78         \$1,503           Management fee payable         9,78         \$1,532           Accrued interest payable         9,78         \$1,542           Birthiutions payable         1,554,223         \$1,6348           Distributions payable         1,542         \$1,6348           Distributions payable         1,542         \$1,6348           Distributions payable         1,542         \$1,6348           Distribution payable         1,643         \$7.60           Distribution payable         1,643         \$7.60           Distribution principles payable         1,542         \$1,600           Distribution principles payable         1,542                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Accrued interest receivable                                                                                                        | 8,198                                 | 6,859         |
| Principal paydowns receivable         32,083         76,129           Investments in unconsolidated entities         1,548         12,058           Derivatives, a fair value         968         60,60           Debractures, a fair value         4,015         7,793           Assets         4,015         7,793           Assets beld for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale in continuing operations)         7,665         19,702           Isbilities         7,550         \$5,153         \$1,550,20           Accounts payable and other liabilities         \$7,550         \$1,550,20         \$1,634,55           Distributions payable         4,224         4,337         \$1,634,55           Distributions payable         7,265         5,550         \$5,553           Prefered stock redemption liability         7,265         5,500         \$1,600           Prefered stock payable         1,24         4,337         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | CRE loans, net of allowances of \$1,401 and \$5,328                                                                                | 1,551,967                             | 1,284,822     |
| Investments in unconsolidated entities         1,564         1,205           Derivatives, at fair value         965         602           Other Assets         4,015         7,793           Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale in continuing operations)         17,662         107,102           Total Asset         5,213 of 3         5,192,102         5,192,102           Lisbilities         7,550         \$1,550         \$1,513           Meangement fee payable         9,254         \$1,554,223         \$1,554,233           Accrued interst payable         7,254         \$1,554,223         \$1,634,835           Distributions payable         7,254         \$1,554,223         \$1,634,835           Preferred stock redemption liability         2,000         \$1,554,223         \$1,634,835           Preferred stock redemption liability         1,000         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600         \$1,600<                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Investment securities available-for-sale                                                                                           | 418,998                               | 211,737       |
| Derivatives, at fair value         985         60.00           Other Assets         4,015         7,793           Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale in continuing operations)         17,645         107,718           Total Assets         2,130,91         \$1,912,075           Libilities         87,550         \$5,553           Management fee payable         9,825         \$1,554,223           Accrued interest payable         1,554,223         1,638,635           Distributions payable         1,554,223         1,638,635           Distributions payable         7,265         5,581           Preferred stock redemption liability         1,534,223         1,534,223           Distributions payable         1,03         7,66           Preferred stock parvalue for sale in family         1,03         7,60           Derivatives, at fair value         1,03         7,60           Liabilities         1,572,23         1,534,23         1,534,23           Referred stock parvalue \$0.001: 10,000,000 shares authorized 8.25% legis Brumlative Redeemable Preferred Stock, parvalue \$0.001: 10,000,000 shares authorized 8.25% Fixed-or-Floating Series C Lumulative Redeemable Preferred         1,577,20         1,245,90           Tock, Liquidation preference \$25.00 per share; 4800,000 and 4,800,000 and 4,800,00                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Principal paydowns receivable                                                                                                      | 32,083                                | 76,129        |
| Other Assets         4,015         7,793           Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale incontinuing operations)         17,645         107,178           Total Assets         23,100         \$1,010         \$1,010           Libilities         \$7,550         \$5,153           Accounts payable and other liabilities         9,35         \$1,035           Accrued interest payable         9,32         \$1,034           Accrued interest payable         4,224         4,387           Browings         1,554,223         1,163,485           Distributions payable         7,62         5,581           Distributions payable         1,043         7,68           Preferred stock redemption liability         1,043         7,68           Accrued tax liability         1,043         7,68           Accrued tax liability         1,043         7,69           Isabilities held for sale         1,57,09         1,20           Preferred stock, par value \$0,001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation         1,57,09         1,20           Treferred stock, par value \$0,001: 10,000,000 shares authorized 8.25% Fixed-to-Floating Series Cumulative Redeemable Preferred         2,5         2,5           Stock, liquidation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Investments in unconsolidated entities                                                                                             | 1,548                                 | 12,051        |
| Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale in continuing operations)         17,645         107,718           Total Assets         \$2,130,913         \$1,912,075           Lishilities         \$7,550         \$5,153           Management fee payable and other liabilities         \$7,551         \$3,103           Accrued interest payable         4,224         4,387           Distributions payable         1,554,223         1,103,485           Distributions payable         7,265         5,581           Preferred stock redemption liability         1,043         76           Accrued tax liability         3,1         54           Accrued tax liabilities held for sale         1,27         1,24         1,24           Total Liabilities         1,043         7,64         1,24         1,24         3,24           Total Liabilities         1,043         7,64         1,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24         3,24                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Derivatives, at fair value                                                                                                         | 985                                   | 602           |
| Total Assets         \$2,130,913         \$1,912,075           Liabilities         ************************************                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Other Assets                                                                                                                       | 4,015                                 | 7,793         |
| Liabilities         Cocunts payable and other liabilities         \$7,550         \$5,153           Management fee payable         938         1,035           Accrued interest payable         4,224         4,388           Borrowings         1,554,223         1,163,485           Distributions payable         7,265         5,581           Preferred stock redemption liability         1,043         76           Accrued tax liability         31         540           Liabilities held for sale         1,577,09         1,240,59           Stockholders' Equity         1,577,09         1,240,59           Total Liabilities         1,577,09         1,240,59           Stockholders' Equity         5         5           Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Frised-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred series accompanies and the series of a                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Assets held for sale (amounts include \$17,000 and \$61,841 of legacy CRE loans held for sale in continuing operations)            | 17,645                                | 107,718       |
| Accounts payable and other liabilities         \$7,551         \$5,153           Management fee payable         938         1,035           Accrued interest payable         4,224         4,387           Borrowings         1,554,223         1,618,485           Distributions payable         7,265         5,581           Preferred stock redemption liability         1         6         5,000           Derivatives, at fair value         1,043         76           Accrued tax liability         31         540           Liabilities held for sale         1,870         1,842           Total Liabilities         1,577,094         1,240,599           Treferred stock, par value \$0,001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation perference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding         5         5           Preferred stock, par value \$0,001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         5         5         5           Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding         3         3         3         4           Common stock, par value \$0,001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including)         3         3         3         3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Total Assets                                                                                                                       | \$2,130,913                           | \$1,912,075   |
| Management fee payable         938         1,035           Accrued interest payable         4,224         4,387           Borrowings         1,554,223         1,164,848           Distributions payable         7,658         5,581           Preferred stock redemption liability         1,043         5,000           Derivatives, at fair value         1,043         7,6           Accrued tax liability         3,1         5,000           Liabilities held for sale         1,577,09         1,240,509           Total Liabilities         1,577,09         1,240,509           Treferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Feixed Scries B Cumulative Redeemable Preferred Stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         5         5           Freferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         5         5         5           Common stock, par value \$0.001: 12,000,000 shares authorized 8.625% Fixed-to-Floating Series C Limitation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding         5         5           Common stock, par value \$0.001: 12,500,000 shares authorized 8.625% Fixed-to-Floating Series C Limitation Redeemable Preferred         5         5         3 <td< td=""><td>Liabilities</td><td></td><td></td></td<>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Liabilities                                                                                                                        |                                       |               |
| Accrued interest payable         4,224         4,387           Borrowings         1,554,223         1,163,485           Distributions payable         7,265         5,581           Preferred stock redemption liability         1,043         7,60           Derivatives, at fair value         1,043         7,60           Accrued tax liability         31         5,40           Liabilities held for sale         1,820         10,342           Total Liabilities         1,870         1,820         10,342           Terferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation         5         5           Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Umulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Umulative Redeemable Preferred Stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Umulati                                                                                                                                                                                                                                                                                                                                                                                                                                            | Accounts payable and other liabilities                                                                                             | \$7,550                               | \$5,153       |
| Borrowings         1,554,223         1,163,485           Distributions payable         7,265         5,581           Preferred stock redemption liability                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Management fee payable                                                                                                             | 938                                   | 1,035         |
| Distribution spayable         7,265         5,581           Preferred stock redemption liability         6         50,000           Derivatives, at fair value         1,043         76           Accrued tax liability         31         54           Accrued tax liabilities held for sale         1,570         1,240           Total Liabilities         1,570         1,240,509           Stockholders' Equity         5         1,240,509           Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation         6         5           Preferred stock, par value \$0.001: 10,000,000 shares sauthorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         5         5           Preferred stock, par value \$0.001: 125,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         6         5         5           Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding         3         5         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3         3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Accrued interest payable                                                                                                           | 4,224                                 | 4,387         |
| Preferred stock redemption liability         5,000           Derivatives, at fair value         1,043         76           Accrued tax liability         31         540           Liabilities held for sale         1,870         1,240,500           Total Liabilities         1,577,000         1,240,500           Stockholders' Equity         7         5           Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation         2         5           Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred         5         5         5           Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding         3         5         5           Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including)         3         3         3           422,671 and 483,073 unvested restricted shares!         1,082,677         1,187,911           Additional paid-in capital         1,082,677         1,187,911           Accumulated other comprehensive income         3,057,992         1,187,917           Distributions in excess of earnings         (525,838)         (517,773)           Total Stockholders' Equity         553,819                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Borrowings                                                                                                                         | 1,554,223                             | 1,163,485     |
| Derivatives, at fair value1,04376Accrued tax liability31540Liabilities held for sale1,82010,342Total Liabilities1,577,0941,240,599Stockholders' Equity5,502,5021,240,599Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation preference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding5Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred55Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding3235Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including)3231422,671 and 483,073 unvested restricted shares:41,082,6771,187,911Accumulated other comprehensive income(3,057)1,297Distributions in excess of earnings(517,773)Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Distributions payable                                                                                                              | 7,265                                 | 5,581         |
| Accrued tax liability31540Liabilities held for sale1,82010,342Total Liabilities1,577,0941,240,599Stockholders' Equity55Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation65Preferred stock, par value \$0.001: 10,000,000 shares susued and outstanding55Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.65% Fixed-to-Floating Series C Cumulative Redeemable Preferred55Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding323Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including)323422,671 and 483,073 unvested restricted shares)41,082,6771,187,911Accumulated other comprehensive income1,082,6771,187,911Distributions in excess of earnings(525,838)(517,773)Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Preferred stock redemption liability                                                                                               | -                                     | 50,000        |
| Liabilities held for sale1,82010,342Total Liabilities1,577,0941,240,599Stockholders' EquityFreferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation65Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Fixed-to-Floating Series C Cumulative Redeemable Preferred55Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding35Common stock, par value \$0.001: 125,000,000 shares authorized 8,625% Fixed-to-Floating Series C Cumulative Redeemable Preferred33422,671 and 483,073 unvested restricted shares)33Additional paid-in capital1,082,6771,187,911Accumulated other comprehensive income1,082,6771,297Distributions in excess of earnings553,819671,476Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Derivatives, at fair value                                                                                                         | 1,043                                 | 76            |
| Total Liabilities1,577,0941,240,599Stockholders' EquityPreferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation preference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding-5Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred55Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding3231Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including at 22,671 and 483,073 unvested restricted shares)3231Additional paid-in capital1,082,6771,187,911Accumulated other comprehensive income(3,057)1,297Distributions in excess of earnings(525,838)(517,773)Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Accrued tax liability                                                                                                              | 31                                    | 540           |
| Stockholders' Equity  Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation preference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding  Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred  5 Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 482,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Distributions in excess of earnings  Total Stockholders' Equity  553,819  671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Liabilities held for sale                                                                                                          | 1,820                                 | 10,342        |
| Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.25% Series B Cumulative Redeemable Preferred Stock, liquidation preference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred  Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares) Additional paid-in capital Accumulated other comprehensive income Distributions in excess of earnings  Total Stockholders' Equity  553,819  5671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Total Liabilities                                                                                                                  | 1,577,094                             | 1,240,599     |
| Preference \$25.00 per share; 0 and 4,613,596 shares issued and outstanding Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred  5 5  5tock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 32 31  422,671 and 483,073 unvested restricted shares)  Additional paid-in capital Accumulated other comprehensive income  Distributions in excess of earnings  553,819  671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Stockholders' Equity                                                                                                               |                                       |               |
| Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred  Stock, liquidation preference \$25.00 per share; 4,800,000 and 4,800,000 shares issued and outstanding  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital  Accumulated other comprehensive income  Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  1,082,677 1,187,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,911 1,287,91 |                                                                                                                                    | -                                     | 5             |
| Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including 422,671 and 483,073 unvested restricted shares)  Additional paid-in capital 1,082,677 1,187,911  Accumulated other comprehensive income (3,057) 1,297  Distributions in excess of earnings (525,838) (517,773)  Total Stockholders' Equity                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Preferred stock, par value \$0.001: 10,000,000 shares authorized 8.625% Fixed-to-Floating Series C Cumulative Redeemable Preferred | 5                                     | 5             |
| Additional paid-in capital1,082,6771,187,911Accumulated other comprehensive income(3,057)1,297Distributions in excess of earnings(525,838)(517,773)Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Common stock, par value \$0.001: 125,000,000 shares authorized; 31,657,499 and 31,429,892 shares issued and outstanding (including | 32                                    | 31            |
| Accumulated other comprehensive income(3,057)1,297Distributions in excess of earnings(525,838)(517,773)Total Stockholders' Equity553,819671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                    | 1.082.677                             | 1.187.911     |
| Distributions in excess of earnings         (525,838)         (517,773)           Total Stockholders' Equity         553,819         671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                    | , ,                                   | , ,           |
| Total Stockholders' Equity 553,819 671,476                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | A                                                                                                                                  |                                       | ·             |
| A F                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | •                                                                                                                                  |                                       |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | * *                                                                                                                                | · · · · · · · · · · · · · · · · · · · |               |

# **Core Earnings**<sup>1</sup>



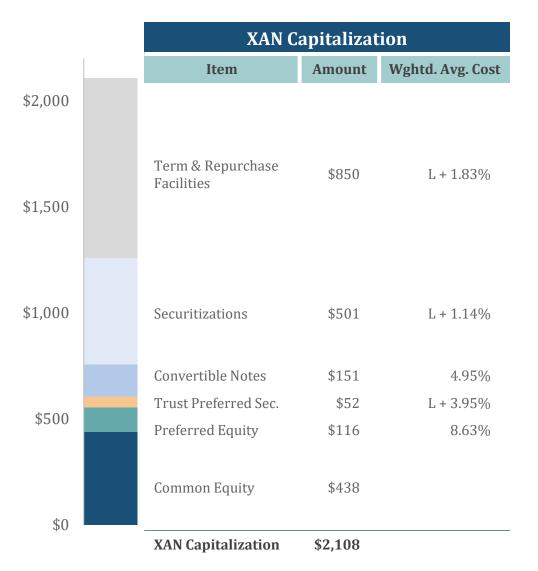
(Unaudited, in thousands, except share and per share data)

|                                                                           | For the Three Months Ended |                   |                  |                  | For the Year Ended |
|---------------------------------------------------------------------------|----------------------------|-------------------|------------------|------------------|--------------------|
|                                                                           | Dec. 31,<br>2018           | Sept. 30,<br>2018 | Jun. 30,<br>2018 | Mar. 31,<br>2018 | Dec. 31,<br>2018   |
| Net income (loss) allocable to common shares - GAAP                       | \$7,367                    | \$6,036           | \$6,152          | (\$12,582)       | \$6,973            |
| Adjustment for realized gains on CRE assets                               | (70)                       | (450)             | -                | -                | (520)              |
| Net income (loss) allocable to common shares - GAAP, adjusted             | 7,297                      | 5,586             | 6,152            | (12,582)         | 6,453              |
| Reconciling items from continuing operations:                             |                            |                   |                  |                  |                    |
| Non-cash equity compensation expense                                      | 334                        | 757               | 659              | 967              | 2,717              |
| Non-cash (recovery of) provision for CRE loan losses                      | (335)                      | (293)             | -                | (799)            | (1,427)            |
| Litigation settlement expense                                             | -                          | -                 | -                | (2,167)          | (2,167)            |
| Non-cash amortization of discounts or premiums associated with borrowings | 780                        | 815               | 796              | 778              | 3,169              |
| Income tax (benefit) expense from non-core investments                    | (312)                      | -                 | 1                | (32)             | (343)              |
| Net realized (gain) loss on non-core assets                               | (1,449)                    | -                 | (691)            | 215              | (1,925)            |
| Net (income) loss from non-core assets                                    | (3)                        | (456)             | 50               | 397              | (12)               |
| Reconciling items from discontinued operations and CRE assets:            |                            |                   |                  |                  |                    |
| Net interest income on legacy CRE loans held for sale                     | (843)                      | (352)             | (339)            | (322)            | (1,856)            |
| Realized (gain) loss on liquidation of CRE loans                          | -                          | -                 | (1,000)          | -                | (1,000)            |
| Fair value adjustments on legacy CRE loans held for sale                  | 964                        | 1,588             | -                | 4,672            | 7,224              |
| Operating expenses on legacy CRE loans                                    | -                          | -                 | 187              | -                | 187                |
| Net loss (income) from other non-CRE investments held for sale            | -                          | 2                 | 28               | 478              | 508                |
| Loss (income) from discontinued operations, net of taxes                  | 40                         | (364)             | 450              | (247)            | (121)              |
| Core Earnings before realized loss on CRE assets                          | 6,473                      | 7.283             | 6,293            | (8,642)          | 11,407             |
| Adjustment for realized loss on CRE loan                                  | -                          | (2,332)           | -                | -                | (2,332)            |
| Adjusted for realized gain on CRE-related investment                      | 70                         | 282               | -                | -                | 352                |
| Core Earnings allocable to common shares                                  | 6,543                      | 5,233             | 6,293            | (8,642)          | 9,427              |
| Reconciling items for nonrecurring activities:                            |                            |                   |                  |                  |                    |
| Realized loss on sale of a previously impaired CRE loan                   | -                          | 2,332             | -                | -                | 2,332              |
| Loss on redemption of Series A and Series B Preferred Stock               | -                          | -                 | -                | 7,482            | 7,482              |
| Litigation settlement expense                                             | -                          | -                 | -                | 2,167            | 2,167              |
| Impairment on legacy CMBS investment                                      | 934                        |                   |                  | -                | 934                |
| Core Earnings allocable to common shares, adjusted                        | \$7,477                    | \$7,565           | \$6,293          | \$1,007          | \$22,342           |
| Core Earnings per common share-diluted                                    | \$0.21                     | \$0.17            | \$0.20           | (\$0.28)         | \$0.30             |
| Core Earnings per common share, adjusted - diluted                        | \$0.24                     | \$0.24            | \$0.20           | \$0.03           | \$0.71             |
| Weighted Average Number of Common Shares Outstanding- diluted             | 31,545,173                 | 31,477,398        | 31,402,010       | 31,111,315       | 31,383,102         |

<sup>1.</sup> Refer to page ii for disclosure regarding Core Earnings.

# Capitalization and Liquidity at December 31, 2018







Modest leverage of 2.7x debt to equity.

Note: Dollars in millions.

Face amount of convertible notes and preferred equity are \$165 million and \$120 million, respectively.

XAN has approximately \$168 million of cash and available liquidity from the financing of unlevered CRE loans and CMBS.<sup>1</sup>

 $1. \quad \text{At February 28, 2019, pursuant to 4Q 2018 earnings press release.} \\$ 

# **Strategic Plan Progress**



\$435.9 million (91%) of the Strategic Plan assets have been sold for proceeds of \$436.6 million<sup>4</sup>.

| (in millions)                                        | Identified Assets,<br>at Plan Inception | Impairments and<br>Adjustments on<br>Non-Monetized<br>Assets | Impairments and<br>Adjustments on<br>Monetized Assets | Assets Monetized<br>through<br>December 31,<br>2018 <sup>4</sup> | Net Book Value<br>at December 31,<br>2018 |
|------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------|-------------------------------------------|
| Discops and AHFS <sup>1</sup>                        |                                         |                                                              |                                                       |                                                                  |                                           |
| Legacy CRE Loans <sup>4</sup>                        | \$162.2                                 | (\$14.1)                                                     | (\$17.5)                                              | (\$113.6)                                                        | \$17.0                                    |
| Middle Market Loans                                  | 73.8                                    | 0.0                                                          | (17.7)                                                | (56.1)                                                           | 0.0                                       |
| Residential Mortgage<br>Lending Segment <sup>2</sup> | 56.6                                    | (2.0)                                                        | (9.6)                                                 | (43.7)                                                           | 1.3                                       |
| Other AHFS                                           | 5.9                                     | 0.0                                                          | 3.8                                                   | (9.7)                                                            | 0.0                                       |
| Subtotal - Discops<br>and AHFS                       | \$298.5                                 | (\$16.1)                                                     | (\$41.0)                                              | (\$223.1)                                                        | \$18.3                                    |
| Legacy CRE loans<br>held for investment <sup>3</sup> | 32.5                                    | 0.0                                                          | 0.0                                                   | (21.0)                                                           | 11.5                                      |
| Investments in<br>Unconsolidated<br>Entities         | 86.6                                    | 0.0                                                          | 38.3                                                  | (124.9)                                                          | 0.0                                       |
| Commercial Finance<br>Assets                         | 62.5                                    | 0.0                                                          | 3.5                                                   | (66.0)                                                           | 0.0                                       |
| Total                                                | \$480.1                                 | (\$16.1)                                                     | \$0.8                                                 | (\$435.0)                                                        | \$29.8                                    |

<sup>1. &</sup>quot;Discops" and "AHFS" are abbreviations for Discontinued Operations and Assets Held For Sale, respectively.

<sup>2.</sup> Residential Mortgage Lending Segment includes \$2.5 million of cash and cash equivalents at December 31, 2018.

<sup>3.</sup> Legacy CRE loans with \$28.3 million of net book value were reclassified to CRE loans on the consolidated balance sheets at June 30, 2018 as it is now XAN's intent to hold these loans to maturity.

<sup>4.</sup> Legacy CRE loans include \$1.6 million of protective advances to cover operating losses on a legacy CRE loan in the third and fourth quarters of 2018.